

# Exhibit 1

**From:** [Kane, Mary \(USANYW\)](#)  
**To:** [Bonsignore, James J.](#)  
**Subject:** Re: Eden Square Transaction  
**Date:** Monday, June 3, 2019 6:11:17 PM  
**Attachments:** [ATT00001.txt](#)

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Thanks Jim. I will meet with my supervisor first thing in the morning!

Mary

716-843-5809

Sent from my iPhone

On Jun 3, 2019, at 4:11 PM, Bonsignore, James J. > wrote:

Mary:

Thank you for speaking with me earlier. As I indicated on our call, we do not want to run afoul of the DOJ or the SEC in closing this transaction. As I'm sure you're aware, the Eden Square transaction is, in addition to the secured mortgage, also affected by "Notes Fund" debt. That Notes Fund debt is the subject of the SEC complaint. Our understanding was that the parties desired to use the proceeds from the sale transaction to pay down the Notes Fund debt to address the SEC concerns.

We are happy to proceed as you and the SEC direct, but we do need unanimity from both agencies regarding how we are to proceed. We simply ask that, before we move forward with anything on the sale transaction, you coordinate with the SEC and, together, let us know how we are to handle the closing from a proceeds perspective.

Should you need anything further from us, we are of course happy to cooperate.

Thanks for your understanding, and we look forward to hearing from you.

Best,

Jim Bonsignore

James J. Bonsignore, Esq.  
Of Counsel  
Direct Dial: 585-987-2903  
Direct Fax: 585-362-4619

[jbonsignore@woodsoviatt.com](mailto:jbonsignore@woodsoviatt.com)

Firm Phone: 585-987-2800  
Firm Fax: 585-454-3968  
[woodsoviatt.com](http://www.woodsoviatt.com)<<http://www.woodsoviatt.com>>

1900 Bausch & Lomb Place, Rochester, New York 14604

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